

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF RHODE ISLAND

In re CRISTIAN PINALES,

Case No. 09-10794

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

East Bay Funding, LLC
Name of Transferee

Roundup Funding, LLC
Name of Transferor

Name and Address where notices to transferee should be sent:

East Bay Funding, LLC
c/o Resurgent Capital Services
PO Box 288
Greenville, SC 29603
Phone: 877-264-5884
Last Four Digits of Acct #: 1229

Court Claim # (if known): 9
Amount of Claim: 934.35
Date Claim Filed: 05/05/2009

Phone: 866-670-2361
Last Four Digits of Acct. #: 8524

Name and Address where transferee payments should be sent (if different from above):

Phone: _____
Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: /s/ Susan Gaines
Transferee/Transferee's Agent

Date: 12/6/2011

WAIVER OF NOTICE OF TRANSFER OF CLAIM

Roundup Funding, LLC, a Delaware limited liability company ("Transferor"), has sold and assigned certain claims to Sherman Originator III LLC, a Delaware limited liability company ("Transferee") pursuant to an Asset Purchase Agreement, dated September 23, 2011, as amended from time to time. Transferee is a limited liability company organized under the laws of the State of Delaware maintaining a place of business at 200 Meeting Street, Suite 206, Charleston, S.C. Said claims arise from consumer credit accounts (the "Accounts") issued to individuals who have filed petitions commencing cases under that U.S. Bankruptcy Code.

Transferor consents to the attachment of a copy of this Waiver of Notice of Transfer of Claim to a Notice of Transfer of Claim filed by Transferee or its agent pursuant to Federal Rule of Bankruptcy Procedure 3001(e)(2). Transferor specifically waives the right to receive notice of and object to the filing of the Notice of Transfer of Claim. Transferor requests that Transferee or Transferee's designated assignee are substituted for Transferor immediately upon the filing of the Notice of Transfer of Claim. A copy of this Waiver shall have the same force and effect as the original.

IN WITNESS WHEREOF, Transferor has executed this Waiver under its corporate seal by and through its duly authorized officer this 8th day of November, 2011.

ROUNDUP FUNDING, LLC

By: 
Name: Sandra Collins
Title: Vice President

Signed and acknowledged in the presence of:

Witness: 
Name (print): Donika Beary

Witness: 
Name (print): KLAUS HETTLACH

BILL OF SALE NO. 4

Each of the signatories hereto (each a "Seller"), for value received and pursuant to the terms and conditions of the Asset Purchase Agreement ("Agreement") dated September 23, 2011, as amended, among Sellers LSF5 B-Line Investments, LLC, B-Line, LLC, Roundup Funding, LLC, CR Evergreen, LLC, CR Evergreen II, LLC, Get Real Holdings, LLC, Avalon Financial Services, LLC, B-Real, LLC and Sherman Originator III LLC ("Purchaser") and Sherman Financial Group LLC, does hereby sell, assign and convey to Purchaser, its successor and assigns, all right, title and interest of Seller in and to those certain accounts listed in the data file named "GE BL Active 13", a copy of which is attached hereto, to the extent each Seller is shown to own the applicable account, without recourse and without representation or warranty of any kind, except to the extent provided for within the Agreement. Capitalized terms used but not defined herein have the respective meanings assigned to thereto in the Agreement

EXECUTED this 8th day of November, 2011.

IN WITNESS WHEREOF, the Parties have executed this Bill of Sale as of the date first written above:


LSF5 B-LINE INVESTMENTS, LLC

By: _____
Name: _____
Title: _____

B-LINE, LLC

By: _____
Name: _____
Title: _____

ROUNDUP FUNDING, LLC

By:  _____
Name: Sandra Collins
Title: Vice President

CR EVERGREEN, LLC

By: _____
Name: _____
Title: _____

CR EVERGREEN II, LLC

By: _____
Name: _____
Title: _____

GET REAL HOLDINGS, LLC

By: _____
Name: _____
Title: _____

AVALON FINANCIAL SERVICES, LLC

By: _____
Name: _____
Title: _____

B-REAL, LLC

By: B-LINE, LLC, its Manager

By: _____
Name: Kyle Volluz
Title: Manager

Transfer and Assignment

Sherman Originator III LLC ("SOLLC III"), without recourse, to the extent permitted by applicable law, hereby transfers, sells, assigns, conveys, grants and delivers to East Bay Funding, LLC ("East Bay") all of its right, title and interest in and to the receivables and other assets (the "Assets") identified on Exhibit A, in the Receivable File dated November 08, 2011 delivered by LSF5 B-Line Investments, LLC; B-Line, LLC; Roundup Funding, LLC; CR Evergreen, LLC; CR Evergreen II, LLC; Get Real Holdings, LLC; Avalon Financial Services, LLC; B-Real, LLC, By: B-LINE, LLC, its Manager on November 08, 2011 for purchase by SOLLC III on November 08, 2011. The transfer of the Assets included electronically stored business records.

Dated: **November 08, 2011**

Sherman Originator III LLC
a Delaware Limited Liability Company

By: _____

Name: Jon Mazzoli

Title: Director

Exhibit A

**Receivables File
11.08.11**

Transfer Group	Portfolio	Transfer Batch
209361	17088	N/A